

EXHIBIT 5



VIA EMAIL ONLY
(trockwell@nutter.com)

March 21, 2024

Thomas A. Rockwell, Esq.
Nutter McCennen & Fish LLP
1477 Iyannough Rd, P.O. Box 1630
Hyannis, MA 02601

Dear Attorney Rockwell,

Please be advised that this firm has been engaged by Fairshare Solutions LLC (“Company”) and Dennis Rogers (“D. Rogers”) with respect to the matters referenced herein. I am writing in response to your letter dated March 8, 2024, regarding the Transamerica Policy death benefits for the late Mr. Harry Van Sciver (“Mr. Van Sciver”) and the intended distribution of these proceeds pursuant to an alleged agreement dated June 4, 2021.

After a thorough review of all relevant documentation and consultation with our clients, please be advised that our client does not acknowledge the existence of any valid and enforceable agreement dated June 4, 2021, that pertains to the distribution of the said death benefits or the transfer of Mr. Van Sciver's membership interests in the Company. Furthermore, pursuant to Section 27 of the Company's Operating Agreement, any interest inherited by Mr. Van Sciver's wife, are economic interests and rights only.

Our client is committed to resolving this matter, to that end, we propose the following steps:

1. Valuation of Membership Interests: Subsequent to the payment of the Company obligations, it is necessary to accurately determine the value of Mr. Van Sciver's membership interests in the Company before any distribution is made.

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EXHIBIT 3

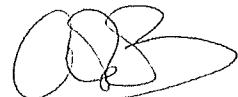
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2. Discussion of Insurance Proceeds Distribution: Our client is open to engaging in discussions regarding the distribution of the insurance proceeds. Our client's intention is to ensure that the distribution is conducted in a manner that respects the rights and interests of all parties involved, including the estate of Mr. Van Sciver.

Our client's position is one aiming for transparency and fairness in the handling of Mr. Van Sciver's interests and the associated insurance proceeds. My client is hopeful that this matter can be resolved amicably.

Please do not hesitate to contact me should you have any questions or require further clarification on my client's position. Also, please be advised that noting contained herein shall in any way waive and/or modify the Company and/or D. Rogers rights and remedies all of which are expressly reserved. Thank you.

Very truly yours,
BILODEAU CAPALBO, LLC



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